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**IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE	§	
	§	Case No. 09-31896
GULF COAST TRANSPORT, INC., et	§	(Jointly Administered)
al.,	§	Chapter 11
	§	
Debtors.¹	§	

**DEBTORS' LIMITED RESPONSE TO APPLICATION FOR ORDER AUTHORIZING
EMPLOYMENT OF MUNSCH HARDT KOPF & HARR, P.C. AS COUNSEL
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS IN
GC LOGISTICS, INC. *NUNC PRO TUNC* TO APRIL 16, 2009**

TO THE HONORABLE STACEY G.C. JERNIGAN
UNITED STATES BANKRUPTCY JUDGE:

GULF COAST TRANSPORT, INC., debtor and debtor-in-possession, and its affiliated debtors and debtors-in-possession GC Leasing Services, Inc., GC Logistics, Inc., and Gulf Acquisitions, Inc. (collectively, the "Debtors"), file this Limited Response (the "Response") to the Application for Order Authorizing Employment of Munsch Hardt Kopf & Harr, P.C. as Counsel for the Official Committee of Unsecured Creditors in GC Logistics, Inc. *Nunc Pro Tunc* to April 16, 2009 (the "Application"), and in support hereof state as follows.

¹ The Debtors are Gulf Coast Transport, Inc., Case No. 09-31896; GC Leasing Services, Inc., Case No. 09-31897; GC Logistics, Inc., Case No. 09-31898; Gulf Acquisitions, Inc., Case No. 09-31899.

BACKGROUND

1. On March 31, 2009 (the “Petition Date”), the Debtors commenced the above-captioned bankruptcy cases (collectively, the “Bankruptcy Cases”) by filing their voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the “Bankruptcy Code”). The Debtors’ Bankruptcy Cases now are jointly administered as complex chapter 11 cases under lead Case No. 09-31896.

2. On April 16, 2009, the Unsecured Creditors’ Committee of GC Logistics, Inc. (the “Logistics Committee”), consisting of Prima Express, Inc., Southern Refrigerated Transportation, Invesco d/b/a Roll On Transportation Co., and Daryl Thomason Trucking, Inc., was appointed in the GC Logistics, Inc. case (“GC Logistics Case”). No committees have been appointed in Gulf Coast Transport, Inc. or the other two Debtor cases.

3. On April 27, 2009, all four of the Logistics Committee constituents joined with Fargo Cargo, LLC to object to entry of the Debtors’ Interim [sic] Cash Collateral order (the “Motor Carrier Objection”). See Docket No. 190.

4. On April 29, 2009, the Logistics Committee filed its Application to employ Munsch Hardt Kopf & Harr, P.C. (the “Firm”) as counsel for the Logistics Committee.

LIMITED RESPONSE

5. Within the Motor Carrier Objection, the Logistics Committee members assert that they are not unsecured creditors, but rather allege secured status as the owners of freight charges for services rendered by them to third party obligors for which GC Logistics, Inc. was merely a conduit for the payment of charges. The Logistics Committee members allege that certain federal transportation regulations create an implied trust in their favor.

6. Such statements made by the Logistics Committee members in the Motor Carrier Objection indicate that the Logistics Committee members may be improper committee constituents. According to the Objection and other statements repeatedly made by the Logistics Committee members' individual counsel to Debtors' counsel, the Logistics Committee members maintain that they are not unsecured creditors.

7. Notwithstanding questions concerning the assignment of members to the Logistics Committee, however, the Debtors further note that GC Logistics, Inc. is a relatively small debtor with minimal assets and operations, and caution should be taken against extensive and expensive litigation tactics.

8. Finally, the Debtors have been working with the proposed counsel for the Logistics Committee to arrange for the sharing of certain of the Debtors' documents and information requested by the Logistics Committee subject to a proposed confidentiality agreement provided by the Debtors. As of the date of filing of this Response, almost a month after providing the confidentiality agreement, however, the Debtors have not yet received signatures to the confidentiality agreement or comments to the same, despite the Logistics Committee's overtures to the Debtors regarding impending discovery requests regarding the same. Subject to the foregoing, the Debtors do not object to the Logistics Committee's counsel and anticipate a productive and collaborative relationship with the Logistics Committee during the course of the GC Logistics Case; notwithstanding such anticipation, however, the Debtors caution the Logistics Committee against unnecessary fees and expenses that will deplete the estates of all the Debtors, including that of GC Logistics, Inc.

WHEREFORE, PREMISES CONSIDERED, the Debtors respectfully request that the Court consider the issues raised by this Response and grant the Debtors such relief to which they are entitled at law or in equity.

Dated: May 19, 2009.

Respectfully submitted,

/s/ Stephanie D. Curtis
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CERTIFICATE OF SERVICE

This is to certify that, on May 19, 2009, a true and correct copy of the foregoing document has been served on the below listed counsel by first-class mail, and upon all parties receiving ECF notification upon filing.

Kevin M. Lippman
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/s/ Melanie P. Goolsby
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